

**IN THE UNITED STATES BANKRUPTCY COURT  
FOR THE DISTRICT OF DELAWARE**

In re:

BIG LOTS, INC., *et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-11967 (JKS)

(Jointly Administered)

Re: D.I. 511, 821, 1385, 1923, 2002 & 2003

**BVB-NC, LLC’S LIST OF WITNESSES AND  
EXHIBITS FOR HEARING ON ASSUMPTION AND ASSIGNMENT  
OBJECTIONS RELATING TO POST-CLOSING DESIGNATION NOTICES**

BVB-NC, LLC (the “Landlord”), by and through its undersigned counsel, hereby submits this list of witnesses that it may call, and list of exhibits that it may introduce, at the hearing beginning on March 25, 2025 (the “Hearing”), before this Court on:

*-Fifth Post-Closing Designation Notice [D.I. 1923];*

*-Landlord’s Limited Objection to Cure Note and Reservation of Rights [D.I. 821];*

*-Landlord’s Supplemental Limited Objection to Cure Notice and Reservation of Rights [D.I. 1385];*

*Landlord’s Second Supplemental Limited Objection to Cure Notice and Reservation of Rights [D.I. 2002]; and*

*Landlord’s Objection to Designation Notice [D.I. 2003]*

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<sup>1</sup> The debtors and debtors in possession in these chapter 11 cases, along with the last four digits of their respective employer identification numbers, are as follows: Great Basin, LLC (6158); Big Lots, Inc. (9097); Big Lots Management, LLC (7948); Consolidated Property Holdings, LLC (0984); Broyhill LLC (7868); Big Lots Stores – PNS, LLC (5262); Big Lots Stores, LLC (6811); BLBO Tenant, LLC (0552); Big Lots Stores – CSR, LLC (6182); CSC Distribution LLC (8785); Closeout Distribution, LLC (0309); Durant DC, LLC (2033); AVDC, LLC (3400); GAFDC LLC (8673); PAFDC LLC (2377); WAFDC, LLC (6163); INFDC, LLC (2820); Big Lots eCommerce LLC (9612); and Big Lots F&S, LLC (3277). The address of the debtors’ corporate headquarters is 4900 E. Dublin-Granville Road, Columbus, OH 43081

**WITNESSES**

1. Subject to the Court's approval, Landlord presently expects to call or may call the following witnesses at the Hearing:

A. B.V. Belk, Managing Member of Landlord. He will testify as to the amounts necessary to cure all financial obligations of Big Lot Stores, Inc. (debtor). In addition, he will testify as to the terms of the Lease Agreement between the Debtor and BVB-NC, LLC, the indemnification provisions and the right to recover attorneys' fees. He will also testify as to the prohibited uses in other tenant leases in the shopping center. This specifically includes the leases with Burlington Coat Factory, 5 Below and Hobby Lobby. He will also testify that the proposed assumption and assignment will violate provisions in other leases involving tenants in the shopping center such as location, use and exclusivity and that there will be a substantial disruption in the tenant and balance mix. He will also testify as to the rent abatements/damages that BVB-NC, LLC will incur if any of the prohibited uses are violated. Finally, he will testify as to the pre-petition merchandise and product mix in Big Lots stores along with the prices for the merchandise/product mix, the merchandise and product mix in Roses or affiliated stores and the prices for these items and the vendors of Big Lots stores which sold product/merchandise to Big Lots stores.

B. Kris Kielhack, Landlord's Chief Operating Officer. He will testify as to the amounts necessary to cure all financial obligations of Big Lot Stores, Inc. (debtor). In addition, he will testify as to the terms of the Lease Agreement between the Debtor and BVB-NC, LLC, the indemnification provisions and the right to recover attorneys' fees. He will also testify as to the prohibited uses in other tenant leases in the shopping center. This specifically includes the leases with Burlington Coat Factory, 5 Below and Hobby Lobby. He will also testify that the proposed assumption and assignment will violate provisions in other leases involving tenants in the shopping

center such as location, use and exclusivity and that there will be a substantial disruption in the tenant and balance mix. He will also testify as to the rent abatements/damages that BVB-NC, LLC will incur if any of the prohibited uses are violated. Finally, he will testify as to the pre-petition merchandise and product mix in Big Lots stores along with the prices for the merchandise/product mix, the merchandise and product mix in Roses or affiliated stores and the prices for these items and the vendors of Big Lots stores which sold product/merchandise to Big Lots stores.

C. Any witness called by any other party.

Counsel to the Landlord reserves the right to cross examine any witness called by another party.

### **EXHIBITS**

2. The Landlord reserves the right to supplement or amend its Exhibit List to: (i) address documents produced by other parties recently or in the future; (ii) use and/or admit into evidence any exhibit identified on the exhibit list of any other party; and (iii) use and/or admit into evidence any exhibit used for impeachment purposes. The Landlord reserves the right to object to the admissibility of any of the exhibits in its Exhibit List and does not waive any objections by including any exhibit on its Exhibit List. The Landlord reserves the right to present demonstratives for use during witness testimony and cross examination. The Landlord also reserves the right to request the Court to take judicial notice of any exhibits (whether or not on the exhibit list) as necessary. Finally, the Landlord reserves the right to use any exhibit on its Exhibit List in an order other than identified below.

<b><u>Exhibit No.</u></b>	<b><u>Exhibit (Description)</u></b>
L1	Site Plan of Shopping Center and Project with Premises ("Exhibit A")
L2	Statement of balance due / tenant ledger

<b><u>Exhibit No.</u></b>	<b><u>Exhibit (Description)</u></b>
L3	Shelby Market-2024 Reconciliation Big Lots Store 5432
L4	Lease Agreement between BVB-NC, LLC and Big Lots Stores, Inc. and all amendments thereof
L5	Lease Agreement between BVB-NC, LLC and Burlington Coat Factory and all amendments thereof
L6	Lease Agreement between BVB-NC, LLC and 5 Below and all amendments thereof
L7	Lease Agreement between BVB-NC, LLC and Hobby Lobby and all amendments thereof

Dated: March 22, 2025  
Wilmington, Delaware

**ESBROOK P.C.**

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-and-

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